

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ellett Brothers, LLC		09/28/2012	LIMITED LIABILITY COMPANY: SOUTH CAROLINA

RECEIVING PARTY DATA	
Name:	Prospect Capital Corporation
Street Address:	10 East 40th Street
Internal Address:	44th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10016
Entity Type:	CORPORATION: MARYLAND

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	1838245	ELLETT BROTHERS
Registration Number:	1916955	AS BIG AS ALL OUTDOORS
Registration Number:	1918493	ELLETT BROTHERS AS BIG AS ALL OUTDOORS.
Registration Number:	1727424	CHURCHILL

CORRESPONDENCE DATA	
Fax Number:	6508134848
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	650-813-4800
Email:	patents@dechert.com
Correspondent Name:	Dechert LLP
Address Line 1:	2440 W. El Camino Real
Address Line 2:	Suite 700
Address Line 4:	Mountain View, CALIFORNIA 94040

CH \$115.00 1838245

TRADEMARK

ATTORNEY DOCKET NUMBER:	384631-124584
NAME OF SUBMITTER:	Joybell Chitbangonsyn
Signature:	/Joybell Chitbangonsyn/
Date:	10/05/2012
Total Attachments: 4 source=IP Notice - Second Lien Trademark#page1.tif source=IP Notice - Second Lien Trademark#page2.tif source=IP Notice - Second Lien Trademark#page3.tif source=IP Notice - Second Lien Trademark#page4.tif	

**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to that certain Second Lien Loan and Security Agreement dated as of September 28, 2012 (the "Second Lien Loan and Security Agreement") by and among the Borrowers party thereto (each a "Borrower" and collectively, the "Borrowers") and Prospect Capital Corporation, as Agent (the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Borrower has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications listed on the attached Schedule A to the Agent for the ratable benefit of the Lenders.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Each of the undersigned hereby acknowledges and agrees that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Second Lien Loan and Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

ELLETT BROTHERS, LLC

By: 

Name: Jim McCradden

Title: Vice President - Finance, Secretary
and Chief Financial Officer

Acknowledged and Accepted:

PROSPECT CAPITAL CORPORATION,
as Agent

By: *M. Lisa Mason*
Name: M. LISA MASON
Title: PRESIDENT

[IP Notice -- Second Lien Trademarks]

TRADEMARK
REEL: 004875 FRAME: 0148

Schedule A

<u>Trademark</u>	<u>Owner</u>	<u>Federal Registration Number</u>	<u>Registration Date</u>
ELLETT BROTHERS	Ellett Brothers, LLC	1838245	May 31, 1994
AS BIG AS ALL OUTDOORS	Ellett Brothers, LLC	1916955	September 5, 1995
ELLETT BROTHERS AS BIG AS ALL OUTDOORS (stylized)	Ellett Brothers, LLC	1918493	September 12, 1995
CHURCHILL	Ellett Brothers, LLC	1727424	October 27, 1992

17568717.2.BUSINESS